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14
15 **UNITED STATES DISTRICT COURT**

16 **DISTRICT OF NEVADA**

17 IN RE CLEANSPLARK, INC. DERIVATIVE
18 LITIGATION,

Case No.: 2:21-cv-01004-GMN-BNW

19 This Document Relates to:
20 ALL ACTIONS.

21
22 **JOINT STIPULATION AND ORDER
23 SETTING BRIEFING SCHEDULE
24 FOR DEFENDANTS' MOTION TO
25 DISMISS**

26 Plaintiffs Andrea Ciceri and Mark Perna ("Plaintiffs"), derivatively on behalf of Nominal
27 Plaintiff CleanSpark, Inc. ("CleanSpark") and Defendants Zachary K. Bradford, Lori L. Love, S.
28 Matthew Schultz, Larry McNeill, Thomas L. Wood, Roger P. Beynon (the "Individual
Defendants"), and Nominal Defendant CleanSpark (together with the Individual Defendants,
"Defendants") (collectively, with Plaintiffs, the "Parties"), by and through their undersigned
counsel, hereby enter into the following stipulation and proposed order:

The Six Derivative Actions

WHEREAS, on May 26, 2021, plaintiff Andrea Ciceri filed a shareholder derivative action on behalf of nominal defendant CleanSpark in the United States District Court for the District of Nevada, captioned *Ciceri v. Bradford, et al.*, Case No. 2:21-cv-01004-GMN-BNW (“*Ciceri*”). *Ciceri* was assigned to this Court; and

WHEREAS, on June 22, 2021, plaintiff Mark Perna filed a second shareholder derivative action on behalf of nominal defendant CleanSpark in the United States District Court for the District of Nevada, captioned *Perna v. Bradford, et al.*, Case No. 2:21-cv-01181-GMN-BNW (“*Perna*”). *Perna* was also assigned to this Court; and

WHEREAS, on June 29, 2021, this Court consolidated *Ciceri* and *Perna* into the above-captioned action (the “Consolidated Action”) and designated the complaint filed in *Ciceri* as the operative complaint pursuant to a Joint Stipulation and Order Consolidating Related Actions and Appointing Co-Lead Counsel (the “Consolidation Order”); and

WHEREAS, on February 24, 2023, plaintiff Nicholas Iraci filed a third shareholder derivative action on behalf of nominal defendant CleanSpark in the Eighth Judicial District Court of the State of Nevada in and for Clark County, captioned *Iraci v. Bradford, et al.*, Case No. A-23-866172-C (“*Iraci*”); and

WHEREAS, on February 28, 2023, defendant S. Matthew Schultz (“Schultz”) filed a Petition for Removal and Notice of Petition for Removal, removing *Iraci* to the United States District Court for the District of Nevada. *Iraci* is now pending in the United States District Court for the District of Nevada before the Honorable Jennifer A. Dorsey, captioned *Iraci v. Bradford, et al.*, Case No. 2:23-cv-00315-JAD-NJK. On March 6, 2023, defendant Schultz filed a Notice of Related Case, requesting that *Iraci* be transferred to this Court and added to the Consolidated Action; and

WHEREAS, on March 1, 2023, plaintiff Eric Atanasoff filed a fourth shareholder derivative action on behalf of nominal defendant CleanSpark in the Eighth Judicial District Court of the State of Nevada in and for Clark County, captioned *Atanasoff v. Bradford, et al.*, Case No. A-23-866492-C (“*Atanasoff*”); and

1 **WHEREAS**, on March 7, 2023, defendant Schultz filed a Petition for Removal and
2 Notice of Petition for Removal, removing *Atanasoff* to the United States District Court for the
3 District of Nevada. *Atanasoff* is now pending in the United States District Court for the District
4 of Nevada before the Honorable Anne R. Traum, captioned *Atanasoff v. Bradford, et al.*, Case
5 No. 2:23-cv-00358-ART-BNW. On March 9, 2023, defendant Schultz filed a Notice of Related
6 Case, requesting that *Atanasoff* be transferred to this Court and added to the Consolidated
7 Action; and

8 **WHEREAS**, on February 21, 2013, plaintiff Brandon Smith filed a shareholder
9 derivative action on behalf of nominal defendant CleanSpark in the Eighth Judicial District Court
10 of the State of Nevada in and for Clark County, captioned *Smith v. Bradford, et al.*, Case No. A-
11 23-866051-C (“*Smith*”); and

12 **WHEREAS**, on March 23, 2023, Defendants filed a Petition for Removal and Notice of
13 Removal, removing *Smith* to the United States District Court for the District of Nevada. *Smith* is
14 now pending in the United States District Court for the District of Nevada before this Court,
15 captioned *Smith v. Bradford, et al.*, Case No. 2:23-cv-00445-GMN-BNW. On March 24, 2023,
16 Defendants filed a Notice of Related Case, requesting that *Smith* be added to the Consolidated
17 Action; and

18 **WHEREAS**, on March 8, 2023, plaintiff Travis France filed a shareholder derivative
19 action on behalf of nominal defendant CleanSpark in the Eighth Judicial District Court of the
20 State of Nevada in and for Clark County, captioned *France v. Bradford, et al.*, Case No. A-23-
21 866925-C (“*France*” and together with the *Iraci, Atanasoff, Smith*, and the Consolidated Action,
22 the “Six Derivative Actions”); and

23 **WHEREAS**, on March 23, 2023, Defendants filed a Petition for Removal and Notice of
24 Removal, removing *France* to the United States District Court for the District of Nevada.
25 *France* is also now pending in the United States District Court for the District of Nevada before
26 this Court, captioned *France v. Bradford, et al.*, Case No. 2:23-cv-00444-GMN-NJK. On March
27 24, 2023, Defendants filed a Notice of Related Case, requesting that *France* be added to the
28 Consolidated Action; and

WHEREAS, on March 24, 2023, Defendants filed a Motion to Consolidate in the Consolidated Action, with notifications for *Iraci*, *Atanasoff*, *Smith*, and *France*, requesting that those cases be consolidated with the Consolidated Action before this Court; and

WHEREAS, between March 30, 2023 and April 6, 2023, plaintiffs in *Iraci, Atanasoff, Smith, and France* all filed motions to remand those actions back to state court; and

This Action

WHEREAS, on April 12, 2023, after meeting and conferring extensively, the Parties submitted a joint Stipulation and [proposed] Order Extending Time to Respond to Complaint (the “Stipulation”) agreeing to extend the time to respond to the Complaint until April 20, 2023, which the Court subsequently endorsed; and

WHEREAS, on April 20, 2023, Defendants moved to dismiss the Complaint; and

WHEREAS, given the crowded briefing schedules in the Six Derivative Actions, the Parties agree to extend the deadline for Plaintiff to oppose Defendants' motion to dismiss the complaint until on or before May 22, 2023; and

WHEREAS, given the crowded briefing schedules in the Six Derivative Actions, the Parties agree to extend the deadline for Defendants to reply in support of their motion to dismiss the complaint until on or before June 7, 2023.

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by the Parties hereto, through their undersigned counsel, subject to the approval of the Court, as follows:

1. Plaintiff's deadline to oppose Defendants' motion to dismiss the complaint is extended until on or before May 22, 2023.

2. Defendants' deadline to reply in support of their motion to dismiss the complaint is extended until on or before June 7, 2023.

3. Other than as agreed herein, the Parties reserve all rights.

[signatures on following page]

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DATED: April 26, 2023

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DATED: April 26, 2023

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ORDER

IT IS SO ORDERED.

UNITED STATES DISTRICT COURT JUDGE

DATED: April 27, 2023